

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF OKLAHOMA**

IN RE CHESAPEAKE ENERGY
SHAREHOLDER DERIVATIVE
LITIGATION

) Case No. 5:11-cv-985-M

) Relating to:
) ALL ACTIONS

DEBORAH G. MALLOW IRA SEP
INVESTMENT PLAN, Individually and
derivatively on behalf of CHESAPEAKE
ENERGY CORPORATION,

) Case No. 5:12-cv-436-M

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOU SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

CHRISTOPHER SNYDER, Individually
and derivatively on behalf of
CHESAPEAKE ENERGY
CORPORATION

) Case No. 5:12-cv-437-M

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD

[Caption continues on next page]

K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOU SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

DOLEZAL FAMILY LIMITED
PARTNERSHIP, Derivatively on Behalf of
Nominal Defendant CHESAPEAKE
ENERGY CORP.,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOUIS
SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY CORP.,

Nominal Defendant.

BRIAN F. LEONARD, Individually and
derivatively on behalf of CHESAPEAKE
ENERGY CORPORATION,

Plaintiff,

v.

Case No. 5:12-cv-477-M

Case No. 5:12-cv-479-M

[Caption continues on next page]

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOUIS
SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

JACOB SHOCHAT, Derivatively and on
Behalf of CHESAPEAKE ENERGY
CORPORATION,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOUIS A.
SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION,

Nominal Defendant.

Case No. 5:12-cv-488-M

[Caption continues on next page]

THE DAVID A. KROLL, INC.
EMPLOYEES' PROFIT-SHARING PLAN
AND TRUST, derivatively on behalf of
CHESAPEAKE ENERGY
CORPORATION,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, V. BURNS HARGIS,
FRANK A. KEATING, BREENE M.
KERR, CHARLES T. MAXWELL, DON
L. NICKLES, FREDERICK B.
WHITTEMORE, MARCUS C.
ROWLAND, MICHAEL A. JOHNSON,
LOUIS A. SIMPSON, KATHLEEN M.
EISBRENNER, and MERRILL A.
MILLER, JR.,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION,

Nominal Defendant.

Case No. 5:12-cv-493-M

STEPHEN ROBACZYNSKI, Derivatively
on Behalf of Nominal Defendant
CHESAPEAKE ENERGY
CORPORATION,

Plaintiff,

v.

AUBREY K. MCCLENDON, MERRILL
A. MILLER, JR., DON NICKLES,
CHARLES T. MAXWELL, FRANK
KEATING, RICHARD K. DAVIDSON,

Case No. 5:12-cv-501-M

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V. BURNS HARGIS, KATHLEEN M.
EISBRENNER, LOUIS A. SIMPSON,
BREENE M. KERR, and FREDERICK B.
WHITTEMORE,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

NORMAN SPIEGEL, Derivatively on
Behalf of Nominal Defendant
CHESAPEAKE ENERGY
CORPORTION,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON NICKLES, and LOU SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION,

Nominal Defendant.

HOWARD ROSENGARTEN,
Derivatively on Behalf of CHESAPEAKE
ENERGY CORPORATION,

Plaintiff,

v.

Case No. 5:12-cv-502-M

Case No. 5:12-cv-505-M

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AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON NICKLES, and LOU SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION,

Nominal Defendant.

ARTHUR ALBERTS, Individually and
derivatively on Behalf of CHESAPEAKE
ENERGY CORPORATION,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. MILLER, JR.,
DON L. NICKLES, and LOU SIMPSON,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

Case No. 5:12-cv-545-M

[Caption continues on next page]

JOEL GERBER, Derivatively on Behalf of
CHESAPEAKE ENERGY
CORPORATION,

Plaintiff,

v.

AUBREY K. MCCLENDON, RICHARD
K. DAVIDSON, KATHLEEN M.
EISBRENNER, V. BURNS HARGIS,
FRANK KEATING, CHARLES T.
MAXWELL, MERRILL A. "PETE"
MILLER, JR., DON L. NICKLES, LOU
SIMPSON, BREENE M. KERR and
FREDERICK B. WHITTEMORE,

Defendants,

and

CHESAPEAKE ENERGY
CORPORATION, an Oklahoma
Corporation,

Nominal Defendant.

Case No. 5:12-cv-584-D

**PLAINTIFF HOWARD ROSENGARTEN'S JOINDER IN SUPPORT OF
PLAINTIFFS ARNOLD AND CLEM'S CONSOLIDATED RESPONSE IN
OPPOSITION TO MOTIONS AND CROSS-MOTIONS TO CONSOLIDATE AND
APPOINT LEAD COUNSEL**

Plaintiff Howard Rosengarten submits this Joinder in Support of Plaintiffs Arnold and Clem's Consolidated Response in Opposition to Motions and Cross-Motions to Consolidate and Appoint Lead Counsel.

On May 3, 2012, plaintiffs M. Lee Arnold and James Clem (collectively, "Original Plaintiffs") filed a Motion to Lift Stay and requested leave to file a thorough and well-investigated Consolidated Amended Complaint. On May 22, 2012, Original Plaintiffs filed a consolidated response in opposition to the various motions and cross-motions for

consolidation and appointment of lead counsel filed in the above-captioned actions (the "Response").¹ In their Response, Original Plaintiffs requested that this Court deny the pending motions for consolidation and appointment of lead counsel and instead consolidate all of the above-captioned actions pursuant to this Court's previous order issued on December 23, 2011 [Case No. 5:11-cv-985-M, Dkt. No. 39] ("Consolidation Order").

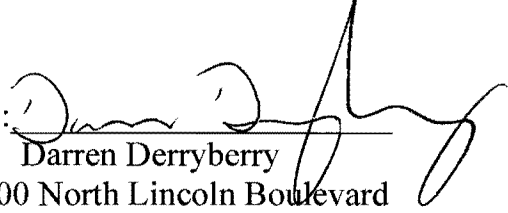
Plaintiff Howard Rosengarten hereby joins in and fully supports the relief sought in Original Plaintiffs' Response. Plaintiff Howard Rosengarten agrees with Original Plaintiffs that consolidation of the recently filed shareholder derivative actions on behalf of Chesapeake Energy Corporation ("Chesapeake" or the "Company") with Original Plaintiffs' consolidated action pursuant to the Consolidation Order, including the reaffirmation of this Court's previous appointment of Robbins Umeda LLP and Holzer, Holzer & Fistel LLP (collectively, "Co-Lead Counsel") as co-lead counsel for the consolidated action, is appropriate and in the best interests of the Company and its shareholders. Plaintiff Howard Rosengarten agrees that such consolidation would permit

¹ On May 1, 2012, plaintiff Dolezal Family Limited Trust Partnership ("Dolezal") filed a Motion to Consolidate Cases and to Appoint Lead Counsel Structure [Case No. 5:12-cv-447-M, Dkt. No. 7]. On May 3, 2012, plaintiff Deborah G. Mallow IRA SEP Investment Plan ("Mallow"), filed a Cross-Motion to Consolidate All Related Cases and to Appoint Lead Counsel and In Opposition to Competing Motion to Appoint Lead Counsel [Case No. 5:12-cv-436-M, Dkt. No. 15]. On May 9, 2012, plaintiff Jacob Shochat ("Shochat") filed a Cross-Motion for Consolidation of Related Cases and Appointment of Lead Plaintiff and Lead Counsel [Case No. 5:12-cv-488-M, Dkt. No. 7], which also opposed the Dolezal and Mallow motions. On May 16, 2012, plaintiff Mallow, on behalf of itself and plaintiffs Snyder, Dolezal, Leonard, David A. Kroll, Inc. Employees' Profit-Sharing Plan and Trust, and Spiegel, filed a response in support of its initial cross-motion and in opposition to plaintiff Shochat's cross-motion.

the most efficient and effective prosecution of Chesapeake's derivative claims. Plaintiff Howard Rosengarten further believes that Co-Lead Counsel, through their efforts in both this Court and Oklahoma State court, have demonstrated that their diligence, aggressiveness, expertise, resources, and dedication to vigorously and effectively prosecuting Chesapeake's derivative claims makes them the best-suited counsel to lead this litigation on behalf of Chesapeake and its shareholders.

For the foregoing reasons, plaintiff Howard Rosengarten supports the consolidation of the above-captioned shareholder derivative actions pursuant to the Consolidation Order, including the reaffirmation of the Court's appointment of Robbins Umeda LLP and Holzer, Holzer & Fistel LLP as Co-Lead Counsel.

DERRYBERRY & NAIFEH

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